

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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	:
In re	: Chapter 11 Case No.
	:
LEHMAN BROTHERS HOLDINGS INC., <i>et al.</i> ,	: 08-13555 (JMP)
	:
Debtors.	: (Jointly Administered)
	:
	:
-----X	

DECLARATION AND DISCLOSURE STATEMENT OF  
TIMOTHY A. THULSON ON BEHALF OF BALCOMB & GREEN, P.C.

STATE OF COLORADO     )  
                                  ) ss.  
COUNTY OF GARFIELD    )

TIMOTHY A. THULSON declares and says:

1. I am a Shareholder of Balcomb & Green, P.C., located at 818 Colorado Avenue, P.O. Drawer 790, Glenwood Springs, Colorado 81602 (the "Firm").
2. Lehman Brothers Holdings Inc. ("LBHI") and its affiliated debtors in the above-referenced chapter 11 cases, as debtors and debtors in possession (together, the "Debtors" and, collectively with their non-debtor affiliates, "Lehman"), have requested that the Firm provide legal services to the Debtors concerning winding up of zoning and subdivision entitlement matters relating to Debtor's planned unit development located in the County of Garfield and State of Colorado known as the "Ironbridge Subdivision," and the Firm has consented to provide such services.

3. The Firm may have performed services in the past and may perform services in the future, in matters unrelated to these chapter 11 cases, for persons that are parties in interest in the Debtors' chapter 11 cases. As part of its customary practice, the Firm is retained in cases, proceedings, and transactions involving many different parties, some of whom may represent or be claimants or employees of the Debtors, or other parties in interest in these chapter 11 cases. The Firm does not perform services for any such person in connection with these chapter 11 cases. In addition, the Firm does not have any relationship with any such person, their attorneys, or accountants that would be adverse to the Debtors or their estates.

4. Neither I, nor any principal of, or professional employed by the Firm has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than the principals and regular employees of the Firm.

5. Neither I, nor any principal of, or professional employed by the Firm, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors or their estates.

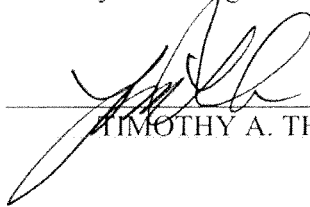
6. The Debtors owe the Firm \$4,249.50 for prepetition services.

7. The Firm is conducting further inquiries regarding its retention by any creditors of the Debtors, and upon conclusion of that inquiry, or at any time during the period of its employment, if the Firm should discover any facts bearing on the

matters described herein, the Firm will supplement the information contained in this  
Declaration.<sup>1</sup>

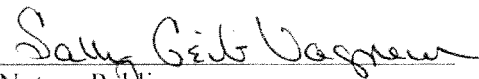
I declare under penalty of perjury under the laws of the United States of America  
that the foregoing is true and correct to the best of my knowledge.

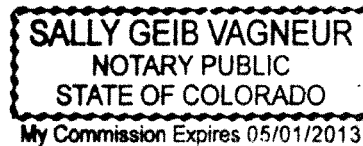
Dated: August 18, 2009

  
TIMOTHY A. THULSON

Subscribed and sworn to before me this 18<sup>th</sup> day of August, 2009.  
Witness my hand and official seal.

My commission expires: May 1, 2009

  
Notary Public



<sup>1</sup> If necessary.

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Debtors. : (Jointly Administered)  
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**RETENTION QUESTIONNAIRE**

TO BE COMPLETED BY PROFESSIONALS EMPLOYED BY LEHMAN  
BROTHERS HOLDINGS INC. OR ANY OF ITS DEBTOR AFFILIATES (collectively,  
the "Debtors")

DO NOT FILE THIS QUESTIONNAIRE WITH THE COURT.  
RETURN IT FOR FILING BY THE DEBTORS, TO:

Weil, Gotshal & Manges LLP  
767 Fifth Avenue  
New York, New York 10153  
Attn: Jennifer Sapp  
Christopher Stauble

All questions **must** be answered. Please use "none," "not applicable," or "N/A," as appropriate. If more space is needed, please complete on a separate page and attach.

1. Name and address of firm:

Balcomb & Green, P.C.  
818 Colorado Avenue  
P.O. Drawer 790  
Glenwood Springs, CO 81602

2. Date of retention: January 1, 2005  
3. Type of services provided (accounting, legal, etc.):

Legal services for land use matters concerning a planned unit development  
known as the "Ironbridge Subdivision" located in the County of Garfield  
and State of Colorado.

4. Brief description of services to be provided:

Legal services for winding up of zoning and subdivision entitlement matters  
concerning the planned unit development known as the "Ironbridge Subdivision  
located in the County of Garfield and State of Colorado.

5. Arrangements for compensation (hourly, contingent, etc.)

Hourly

- (a) Average hourly rate (if applicable):

\$250.00

- (b) Estimated average monthly compensation based on prepetition  
retention (if firm was employed prepetition):

\$3,500.00

6. Prepetition claims against the Debtors held by the firm:

Amount of claim: \$4,249.50

Date claim arose: July 30, 2008 – September 14, 2008

Source of Claim: Representation of Debtor by Firm in zoning and  
subdivision entitlements with the Garfield County  
Planning Staff and Board of County Commissioners

7. Prepetition claims against the Debtors held individually by any member,  
associate, or professional employee of the firm:

Name: None

Status: N/A

Amount of Claim: \$ N/A

Date claim arose: N/A

Source of claim: N/A

8. Stock of the Debtors currently held by the firm:

Kind of shares: None

No. of shares: None

9. Stock of the Debtors currently held individually by any member, associate, or professional employee of the firm:

Name: None

Status: N/A

Kind of shares: N/A

No. of shares: N/A

10. Disclose the nature and provide a brief description of any interest adverse to the Debtors or to their estates with respect to the matters on which the above-named firm is to be employed.

None

11. Name of individual completing this form:

Timothy A. Thulson